

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF PENNSYLVANIA

IN RE PROCESSED EGG PRODUCTS
ANTITRUST LITIGATION

MDL 2002: 08-md-02002

Jury Trial Demanded

THIS DOCUMENT RELATES TO:
No. 2:11-cv-00510-GP

Honorable Gene E.K. Pratter

**DEFENDANT SPARBOE FARMS, INC.'S ANSWERS AND DEFENSES TO
WINN-DIXIE STORES, INC., ROUNDY'S SUPERMARKETS, INC., C&S
WHOLESALE GROCERS, INC., AND H.J. HEINZ COMPANY L.P.'S THIRD
AMENDED COMPLAINT**

Defendant Sparboe Farms, Inc. ("Sparboe") files its answer and affirmative defenses to the Third Amended Complaint ("Complaint") of Direct Act Plaintiffs Winn-Dixie Stores, Inc., Roundy's Supermarkets, Inc., C&S Wholesale Grocers, Inc., and H.J. Heinz Company L.P. (collectively, "Plaintiffs"), as follows:

GENERAL OBJECTIONS

Sparboe denies all allegations in the Complaint unless specifically admitted. Moreover, any factual averment that is admitted below is admitted only as to Sparboe and only as to the specific facts stated therein and not as to any conclusions, legal or otherwise, characterizations, implications or speculation in the averment or the Complaint as a whole. To the extent that an averment includes a mix of alleged factual assertion and legal conclusion, Sparboe denies such commingled allegations except those that are specifically admitted.

Sparboe objects to the Complaint's non-particularized allegations against "Defendants" collectively. Where the Complaint makes allegations against Defendants

collectively, Sparboe cannot answer for each and every Defendant because Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations against each Defendant individually. To the extent references to Defendants generally attempt to imply that Sparboe participated in any alleged conspiracy, Sparboe denies such allegations and implications throughout the Complaint.

Nothing herein shall be construed as an admission of the accuracy of Plaintiffs' purported terminology or definitions. To the extent Sparboe admits any allegations that contain terms defined in the Complaint, such an admission should not be deemed an admission to or acceptance of Plaintiff's definition to the extent that definition differs from Sparboe's understanding of the term.

Sparboe denies any allegation set forth in headings or footnotes.

Sparboe incorporates these objections and denials into each numbered paragraph of this Answer.

ANSWER

In response to the Preamble, Sparboe admits that Plaintiffs have filed suit against it and the other Defendants, but denies that Sparboe is liable to Plaintiffs and denies that Plaintiffs are entitled to any relief.

1. As to the first sentence of paragraph 1, Sparboe admits that Plaintiffs allege various categories of misconduct, but Sparboe denies the remaining allegations of the first sentence of paragraph 1 and specifically denies any wrongdoing. Sparboe denies the allegations in the second, third, and fourth sentences of paragraph 1.

2. Sparboe admits that Plaintiffs sometimes refer to shell eggs as “table eggs” or “breaking eggs,” as defined in paragraph 2. Sparboe admits that Plaintiffs have offered one possible definition of “egg products” in paragraph 2. Sparboe denies any remaining allegations in paragraph 2.

3. Sparboe admits that it sold eggs to one or more the Plaintiffs at some point after 2000, but lacks knowledge or information sufficient to form a belief as to the truth of the allegations about Plaintiffs’ alleged purchases from other Defendants and therefore denies them. Sparboe denies any remaining allegations in paragraph 3.

4. Sparboe denies the allegations of the first sentence of paragraph 4. As to the second sentence, lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them. As to the third and fourth sentences, Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them. As to the fifth sentence, Sparboe denies that it engaged in any of the misconduct vaguely alleged therein, and Sparboe lacks knowledge of information sufficient to form a belief as to the truth of the allegations against unidentified “companies” and “other trade groups” and therefore denies them. Sparboe denies any remaining allegations in paragraph 4.

5. As for the first three sentences in paragraph 5, Sparboe admits that supply is one factor that influences the pricing of any product. Sparboe denies all other allegations in the first three sentences of paragraph 5. As for the last sentence in paragraph 5, Plaintiffs are selectively quoting from—and attempting to characterize—an unidentified document. If so, then the document speaks for itself. Sparboe demands that

Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in the last sentence of paragraph 5, including without limitation Plaintiffs' characterization of the document.

6. Sparboe denies the allegations of the first and second sentences of paragraph 6. As to the last sentence of paragraph 6, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation of paragraph 6.

7. As to the first sentence of paragraph 7, Sparboe denies that Don Bell is its employee or representative and denies that Mr. Bell could be characterized as its poultry research economist, and lacks knowledge or information sufficient to form a belief as to the remaining allegations therein and therefore denies them. As to the second sentence of paragraph 7, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in the second sentence in paragraph 7. Sparboe denies the third sentence of paragraph 7.

8. As to the first clause preceding the colon in paragraph 8, Sparboe denies that it engaged in any improper or illegal cooperative or collective joint action. As to subparagraphs (a)-(j), Plaintiffs appear to be selectively quoting from—and attempting to characterize—unidentified documents. The documents speak for themselves. Sparboe

demands that Plaintiffs immediately produce the documents from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 8.

9. Sparboe denies the allegations of paragraph 9.

10. As to paragraph 10, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 10.

11. As to paragraph 11, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 11.

12. As to paragraph 12, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 12.

13. As to paragraph 13, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 13.

14. As to paragraph 14, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself.

Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 14.

15. Sparboe denies the allegations of paragraph 15.

16. As to paragraph 16, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 16.

17. Sparboe denies the first clause preceding the colon in paragraph 17. As to subparagraphs (a)-(k), Plaintiffs appear to be selectively quoting from—and attempting to characterize—unidentified documents. The documents speak for themselves. Sparboe demands that Plaintiffs immediately produce the documents from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 17.

18. As to paragraph 18, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 18.

19. Sparboe denies the first sentence of paragraph 19. As to the second sentence of paragraph 19, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 19.

20. Sparboe denies the allegations of paragraph 20.

21. Sparboe denies the allegations of paragraph 21. As for footnote 1, Sparboe admits only that Plaintiffs have offered their possible definition of backfilling.

22. As for the first sentence of paragraph 22, Sparboe admits that Plaintiffs purport to bring this action under federal law but denies that Plaintiffs are entitled to relief under applicable law. The allegations in the second sentence of paragraph 22 state a legal conclusion to which no response is required.

23. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 23 therefore denies them.

24. Paragraph 24 contains a legal conclusion about venue to which no response is required.

25. Paragraph 25 contains a legal conclusion about jurisdiction to which no response is required.

26. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 26 and therefore denies them.

27. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 27 and therefore denies them.

28. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 28 and therefore denies them.

29. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 29 and therefore denies them.

30. Paragraph 30 is so vague and overbroad that responding is virtually impossible. In response to more specific allegations in the Complaint, Sparboe will

respond as to its own conduct, and any allegations as to the conduct of other Defendants will be deemed denied unless otherwise answered herein. Because this paragraph is so general, Sparboe must respond that it lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 30 and therefore denies them.

31. Sparboe admits that Plaintiffs often purport to assert allegations against all “Defendants,” “co-conspirators,” or “UEP members” by lumping them together as a group. Sparboe denies that this is a proper or acceptable pleading tactic. Sparboe will respond to any allegations against it, but any allegations against other Defendants shall be denied.

32. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 32 and therefore denies them.

33. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 33 and therefore denies them.

34. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 34 and therefore denies them.

35. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 35 and therefore denies them.

36. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 36 and therefore denies them.

37. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 37 and therefore denies them.

38. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 38 and therefore denies them.

39. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 39 and therefore denies them.

40. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 40 and therefore denies them.

41. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 41 and therefore denies them.

42. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 42 and therefore denies them.

43. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 43 and therefore denies them.

44. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 44 and therefore denies them.

45. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 45 and therefore denies them.

46. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 46 and therefore denies them.

47. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 47 and therefore denies them.

48. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 48 and therefore denies them.

49. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 49 and therefore denies them.

50. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 50 and therefore denies them.

51. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 51 and therefore denies them.

52. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 52 and therefore denies them.

53. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 53 and therefore denies them.

54. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 54 and therefore denies them.

55. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 55 and therefore denies them.

56. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 56 and therefore denies them.

57. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 57 and therefore denies them.

58. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 58 and therefore denies them.

59. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 59 and therefore denies them.

60. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 60 and therefore denies them.

61. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 61 and therefore denies them.

62. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 62 and therefore denies them.

63. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 63 and therefore denies them.

64. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 64 and therefore denies them.

65. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 65 and therefore denies them.

66. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 66 and therefore denies them.

67. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 67 and therefore denies them.

68. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 68 and therefore denies them.

69. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 69 and therefore denies them.

70. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 70 and therefore denies them.

71. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 71 and therefore denies them.

72. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 72 and therefore denies them.

73. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 73 and therefore denies them.

74. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 74 and therefore denies them.

75. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 75 and therefore denies them.

76. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 76 and therefore denies them.

77. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 77 and therefore denies them.

78. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 78 and therefore denies them.

79. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 79 and therefore denies them.

80. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 80 and therefore denies them.

81. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 81 and therefore denies them.

82. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 82 and therefore denies them.

83. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 83 and therefore denies them.

84. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 84 and therefore denies them.

85. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 85 and therefore denies them.

86. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 86 and therefore denies them.

87. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 87 and therefore denies them.

88. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 88 and therefore denies them.

89. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 89 and therefore denies them.

90. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 90 and therefore denies them.

91. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 91 and therefore denies them.

92. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 92 and therefore denies them.

93. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 93 and therefore denies them.

94. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 94 and therefore denies them.

95. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 95 and therefore denies them.

96. Sparboe admits the first sentence of paragraph 96. As to the second sentence of paragraph 96 concerning statements made on Sparboe's website, the website speaks for itself. Sparboe denies the third sentence of paragraph 96.

97. As to the first sentence of paragraph 97, Sparboe admits that it and its employees have participated in UEP at certain times. Sparboe denies the second sentence of paragraph 97.

98. Sparboe denies the allegations of paragraph 98.

99. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 99 and therefore denies them.

100. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 100 and therefore denies them.

101. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 101 and therefore denies them.

102. Sparboe denies the allegations of paragraph 102.

103. Sparboe denies the allegations of paragraph 103.

104. Paragraph 104 so vague and overbroad that responding is virtually impossible. In response to more specific allegations in the Complaint, Sparboe will respond as to its own conduct, and any allegations as to the conduct of other Defendants will be deemed denied unless otherwise answered herein. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 104 and therefore denies them.

105. Paragraph 105 appears to be a statement of pleading tactic and does not require a response. To the extent a response is required, Sparboe denies the allegations of paragraph 106.

106. As to paragraph 106, Plaintiffs are selectively quoting from—and attempting to characterize—the document identified in footnote 3. The document speaks for itself. Sparboe denies any remaining allegation in paragraph 106.

107. As to paragraph 107, Plaintiffs are selectively quoting from—and attempting to characterize—the document identified in footnote 4. The document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which Plaintiffs purport to quote. Sparboe denies any remaining allegation in paragraph 107, including without limitation Plaintiffs' characterization of the document.

108. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 108 and therefore denies them.

109. As to the first sentence of paragraph 109, Sparboe admits that Plaintiffs have set forth their description of what they refer to as the “egg products sector.” Sparboe admits that the second sentence of paragraph 109 contains Plaintiffs'

descriptions of egg processing. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the third sentence of paragraph 109 and therefore denies them.

110. Sparboe admits that the allegations of paragraph 110 provide Plaintiffs' description of the process of producing liquid egg products, frozen egg products, dried egg products, and egg whites. Sparboe denies any remaining allegations in paragraph 110.

111. Sparboe admits that the allegations of paragraph 111 provide Plaintiffs' description of some possible uses of egg products and some possible reasons why certain entities purchase egg products. Sparboe denies any remaining allegations of paragraph 111.

112. Paragraph 112 is a legal conclusion for which no response is required. To the extent a response is necessary, Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them.

113. As to paragraph 113, Plaintiffs are summarizing material from the publication referenced in footnote 5. This document speaks for itself. Sparboe denies any remaining allegation in paragraph 113.

114. Sparboe admits that the allegations of paragraph 114 set forth Plaintiffs' possible definition of a "vertically integrated enterprise," but denies any remaining allegations.

115. As to paragraph 115, Plaintiffs appear to be summarizing—and attempting to characterize—material from the publication referenced in footnote 6. This document

speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations therein and therefore denies them.

116. As to paragraph 116, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the publication referenced in footnote 7. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 116.

117. As to paragraph 117, Plaintiffs appear to be paraphrasing—and attempting to characterize—the publication referenced in footnote 8. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 117.

118. As to paragraph 118, Plaintiffs appear to be paraphrasing—and attempting to characterize—the publication referenced in footnote 9. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 118.

119. As to paragraph 119, Plaintiffs appear to be paraphrasing—and attempting to characterize—the publication referenced in footnote 10. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 119.

120. As to paragraph 120, Plaintiffs appear to be paraphrasing—and attempting to characterize—the publication referenced in footnote 11. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 120.

121. As to paragraph 121, Plaintiffs appear to be paraphrasing—and attempting to characterize—the publication referenced in footnote 12. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 121.

122. As to paragraph 122, Plaintiffs appear to be paraphrasing—and attempting to characterize—the publication referenced in footnote 13. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 122.

123. As to paragraph 123, Sparboe admits only that Plaintiffs have set forth their description of the molting process. Sparboe denies any remaining allegations of paragraph 123.

124. As to paragraph 124, Sparboe admits only that Plaintiffs have set forth their description of the relationship between molting and egg production. Sparboe denies any remaining allegations of paragraph 124.

125. As to paragraph 125, Sparboe admits only that Plaintiffs have set forth their description of spent hens and their description of certain possible operations at a chicken farm. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 125 and therefore denies them.

126. As to paragraph 126, Plaintiffs are paraphrasing—and attempting to characterize—the publication referenced in footnote 14. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 126 and therefore denies them.

127. As to paragraph 127, Sparboe admits only that Plaintiffs have set forth their description of certain possible operations at a chicken egg farm. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 127 and therefore denies them.

128. As to paragraph 128, Sparboe admits only that Plaintiffs have set forth their description of certain possible operations at a chicken egg farm and their description of vertical integration in the egg industry. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 128 and therefore denies them.

129. As to paragraph 129, Plaintiffs are paraphrasing—and attempting to characterize—the publication referenced in footnote 15. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 129.

130. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 130 and therefore denies them.

131. As to paragraph 131, Sparboe admits that Plaintiffs have set forth their description of USDA Organic eggs. Sparboe denies any remaining allegations of paragraph 131.

132. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 132 and therefore denies them.

133. As to paragraph 133, Sparboe admits that Plaintiffs have set forth their definition of organic, free-range, and cagefree eggs as “specialty eggs.” The remaining portion of paragraph 133 states Plaintiffs’ legal conclusion to which no response is required. To the extent a response is required, Sparboe denies any remaining allegations in paragraph 133.

134. Sparboe denies the allegations in the first sentence of paragraph 134. Sparboe lacks knowledge or information sufficient to a belief as to the truth of the allegations of the second and third sentences of paragraph 134 and therefore denies them.

135. Sparboe lacks knowledge or information sufficient to a belief as to the truth of the allegations of paragraph 135 and therefore denies them.

136. Sparboe lacks knowledge or information sufficient to a belief as to the truth of the allegations of paragraph 136 and therefore denies them.

137. Sparboe lacks knowledge or information sufficient to a belief as to the truth of the allegations of paragraph 137 and therefore denies them.

138. Sparboe lacks knowledge or information sufficient to a belief as to the truth of the allegations of paragraph 138 and therefore denies them.

139. Sparboe lacks knowledge or information sufficient to a belief as to the truth of the allegations of paragraph 139 and therefore denies them.

140. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of sentence 1 through 4 and 7 of paragraph 140 and therefore denies them. In the fifth sentence of paragraph 140, Plaintiffs appear to quote—and attempt to characterize—a snippet from an ITC report. The document speaks for itself. In the sixth sentence, Plaintiffs are paraphrasing—and attempting to characterize—a USDA report. The document speaks for itself. Sparboe denies any remaining allegations in paragraph 140.

141. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 141 and therefore denies them.

142. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 142 and therefore denies them.

143. As to paragraph 143, Plaintiffs appear to paraphrase—and attempt to characterize—the publication referenced in footnote 16. That publication speaks for itself. Sparboe denies any remaining allegations in paragraph 143.

144. As for the first sentence of paragraph 144, Plaintiffs are attempting to characterize the publication referenced in footnote 17. This document speaks for itself. Sparboe lacks information sufficient to form a belief as to the allegations of the second and third sentences of paragraph 144 and therefore denies them. As for the fourth and fifth sentences of paragraph 144, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 18. This document speaks for itself. As for the parenthetical in footnote 18, Plaintiffs are selectively quoting from the second publication referenced in footnote 18. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 144 and footnote 18 and therefore denies them.

145. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 145 and therefore denies them. As for the second sentence of paragraph 145, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 19. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 145.

146. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in the first sentence of paragraph 146 and therefore denies them.

As to the second sentence of paragraph 146, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 20. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 146.

147. As to paragraph 147, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 21. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 147.

148. Sparboe denies the allegations of paragraph 148. As for footnote 22, Plaintiffs are selectively quoting from—and attempting to characterize—a portion of the referenced website. The website speaks for itself. Sparboe denies the remaining allegations of paragraph 148 and footnote 22.

149. Sparboe denies the allegations of paragraph 149.

150. Sparboe denies the allegations of paragraph 150.

151. As for the first sentence in paragraph 151, Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them. As for the second sentence, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 23. This document speaks for itself. As for the parenthetical in footnote 23, Plaintiffs are selectively quoting from the publication referenced therein. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 151 and footnote 23.

152. As to paragraph 152, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced in footnote 24. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 152.

153. Sparboe denies the allegations of paragraph 153.

154. As to paragraph 154, Plaintiffs appear to be paraphrasing and quoting from—and attempting to characterize—the document referenced in paragraph 154 and in footnote 25. That document speaks for itself. As for the parenthetical in footnote 25, Plaintiffs are selectively quoting from the publication referenced therein. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 154 or footnote 25.

155. As to paragraph 155, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 26. This document speaks for itself. As for footnote 26, Plaintiffs are selectively quoting from the publication referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 155 and footnote 26.

156. As to paragraph 156, Plaintiffs are selectively quoting from—and attempting to characterize—the document first referenced in footnote 25. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 156.

157. As to paragraph 157, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced in footnote 27. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 157.

158. As to paragraph 158, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced in footnote 28. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 158.

159. As to paragraph 159, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced in footnote 29. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 159.

160. As for paragraph 160, Plaintiffs are selectively quoting from—and attempting to characterize—the statement referenced in footnote 30. This statement speaks for itself. Sparboe denies any remaining allegations of paragraph 160.

161. In paragraph 161 and footnote 31, Plaintiffs are selectively quoting from—and attempting to characterize—the transcript referenced in footnote 31. That transcript speaks for itself. Sparboe denies any remaining allegations of paragraph 161 and footnote 31.

162. As for paragraph 162, Plaintiffs are selectively quoting from—and attempting to characterize—the statement referenced in footnote 32. This statement speaks for itself. Sparboe denies any remaining allegations of paragraph 162.

163. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 163 and therefore denies them.

164. As for paragraph 164, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnotes 34 and 35. This document speaks for itself. Sparboe denies the remaining allegations of paragraph 164 and footnote 35.

165. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 165 and therefore denies them.

166. In paragraph 166, Plaintiffs appear to be quoting from the publication referenced in paragraph 166. This publication speaks for itself. Sparboe denies any remaining allegations of paragraph 166.

167. Sparboe admits upon information and belief that UEP publishes a newsletter entitled United Voices, but Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations of the paragraph 167 and therefore denies them.

168. As for the first sentence in paragraph 168, Plaintiffs are quoting from the website referenced in footnote 36. That website speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations of paragraph 168 and therefore denies them. As for the parenthetical quotes in footnotes 37-40, Plaintiffs are selectively quoting from the websites referenced therein. All of these websites speak for themselves. Sparboe denies any remaining allegations of paragraph 168 and footnotes 37-40.

169. As for the first sentence in paragraph 169, Plaintiffs are quoting from the website referenced in footnote 41. This website speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in the first sentence of paragraph 169 and therefore denies them. As for the second sentence in paragraph 169, Plaintiffs are selectively quoting—and attempting to characterize—the website referenced in footnote 42. This website speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in the second sentence of paragraph 169 and therefore denies them.

As for the parenthetical in footnote 42, Plaintiffs are selectively quoting from the website referenced in footnote 42. This website speaks for itself. Sparboe denies any remaining allegations of paragraph 169 and footnote 42.

170. As for the first sentence of paragraph 170, Plaintiffs are selectively quoting from—and attempting to characterize—an unidentified document. The document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in the first sentence of paragraph 170 and therefore denies them. As to the second sentence, Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them. As to the third sentence of paragraph 170, Plaintiffs are paraphrasing and quoting from—and attempting to characterize—the document referenced in the third sentence and in footnote 43. That document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in the third sentence of paragraph 170 and therefore denies them.

171. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 171 and therefore denies them. As to the second sentence, Plaintiffs are paraphrasing—and attempting to characterize—the document referenced in footnote 44. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 171.

172. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 172.

173. Sparboe admits upon information and belief the allegations of paragraph 173.

174. As for paragraph 174, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 45. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 174.

175. As for paragraph 175, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced in footnote 46. The publication speaks for itself. Sparboe denies the remainder of the allegations in paragraph 175, including without limitation Plaintiffs’ characterization of Don Bell as a “UEP’s long-time poultry research economist.”

176. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in the first and second sentences of paragraph 176 and therefore denies them. Sparboe denies the allegations in the third sentence in paragraph 176 as they may relate to Sparboe, and lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations therein and therefore denies them.

177. As for paragraph 177, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced therein. The publication speaks for itself. Sparboe denies the remainder of the allegations in paragraph 177.

178. As for paragraph 178, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced therein. The publication speaks for itself. Sparboe denies the remainder of the allegations in paragraph 178.

179. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 179 and therefore denies them. Moreover, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 47. This document speaks for itself.

180. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 180 and therefore denies them. Moreover, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 48. This document speaks for itself.

181. As to paragraph 181, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 49. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 181 and therefore denies them.

182. Sparboe admits only that John Mueller may have attended some UEP meetings in the late 1990s and early 2000s and may be able to recall specific members of the board of directors but denies all remaining allegations in paragraph 182 and lacks knowledge or information sufficient to form a belief as to the truth of the allegations with respect to any other Defendant and therefore denies them.

183. Sparboe denies the allegations in paragraph 183 and lacks knowledge or information sufficient to form a belief as to the truth of the allegations with respect to any other Defendant and therefore denies them.

184. As to paragraph 184, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced in paragraph 184. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 184.

185. As to paragraph 185, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced in paragraph 185. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 185.

186. As for paragraph 186, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 50. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 186.

187. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 187 and therefore denies them. As for the second sentence, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 51. This document speaks for itself. Sparboe denies the remaining allegations of paragraph 187.

188. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 188 and therefore denies them.

189. Plaintiffs are selectively quoting from—and attempting to characterize—an unidentified document in paragraph 189. The document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 189 and therefore denies them.

190. As for paragraph 190. Plaintiffs are selectively referencing from the meeting minutes referenced in paragraph 190. This document speaks for itself. Sparboe

lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations of paragraph 190 and therefore denies them.

191. Sparboe denies that the quoted material appears in the meeting minutes referenced in paragraph 191. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations of paragraph 191 and therefore denies them.

192. As for paragraph 192, Plaintiffs are selectively referencing from the meeting minutes referenced in paragraph 192. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations of paragraph 192 and therefore denies them.

193. Sparboe denies the allegations of paragraph 193.

194. Sparboe denies the allegations of paragraph 194.

195. Sparboe denies the allegations of paragraph 195.

196. Sparboe denies the allegations of paragraph 196.

197. Throughout paragraph 197, Plaintiffs are selectively quoting from—and attempting to characterize—the documents referenced in footnotes 53-55. These documents speak for themselves. To the extent paragraph 197 refers to the published guidelines of the UEP Animal Care Certified Program, this document speaks for itself. Sparboe lacks information or knowledge sufficient to form a belief as to the truth of any remaining allegations of paragraph 197 and footnotes 53-54 and therefore denies them.

198. Sparboe denies the allegations of paragraph 198 to the extent it relates to Sparboe. Sparboe lacks knowledge and information sufficient to form a belief as to the truth of the remaining allegations in paragraph 198 and therefore denies them.

199. Sparboe denies the allegations of paragraph 199 to the extent it relates to Sparboe. Sparboe lacks knowledge and information sufficient to form a belief as to the truth of the remaining allegations in paragraph 199 and therefore denies them.

200. Sparboe denies the allegations paragraph 200 to the extent it relates to Sparboe. Sparboe lacks knowledge and information sufficient to form a belief as to the truth of the remaining allegations in paragraph 200 and therefore denies them.

201. As to paragraph 201, Sparboe admits that Mr. Mueller attended certain UEP meetings, but lacks knowledge or information sufficient to form a belief as to the allegations concerning statements made by others and therefore denies them. As to the remaining allegations of paragraph 201, Plaintiffs appear to be quoting—and attempting to characterize—an unidentified document. This document speaks for itself. Sparboe denies any remaining allegations of paragraph 201.

202. Sparboe denies the allegations of paragraph 202.

203. Sparboe denies the allegations of paragraph 203.

204. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 204 and therefore denies them.

205. Sparboe denies the allegations paragraph 205 to the extent it relates to Sparboe. Sparboe lacks knowledge and information sufficient to form a belief as to the truth of the remaining allegations in paragraph 205 and therefore denies them.

206. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 206 and therefore denies them. Moreover, Plaintiffs are selectively quoting from—and attempting to characterize—the documents referenced in paragraph 206. The document speaks for itself.

207. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 207 and therefore denies them. Moreover, Plaintiffs are selectively quoting from—and attempting to characterize—the documents referenced in paragraph 207. The document speaks for itself.

208. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 208 and therefore denies them. Moreover, Plaintiffs are selectively quoting from—and attempting to characterize—the documents referenced in paragraph 208. The document speaks for itself.

209. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 209 and therefore denies them.

210. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 210 and therefore denies them.

211. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 211 and therefore denies them.

212. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 212 and therefore denies them.

213. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 213 and therefore denies them.

214. Sparboe denies the allegations of paragraph 214.

215. Sparboe denies the allegations of paragraph 215.

216. As to the first and second sentences of paragraph 216, Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them. Sparboe denies the third and fourth sentences of paragraph 216.

217. As to paragraph 217, Sparboe admits only that Mr. Mueller inquired about aspects of the 100% Rule, but otherwise denies the allegations in paragraph 217.

218. Sparboe denies the allegations of paragraph 218.

219. As to paragraph 2219, Plaintiffs appear to be paraphrasing—and attempting to characterize—certain correspondence. These documents speak for themselves. Sparboe denies any remaining allegations in paragraph 219.

220. Sparboe denies the allegations of paragraph 220.

221. Sparboe denies the allegations of the first sentence of paragraph 221. As to the remainder of paragraph 221, Plaintiffs are selectively quoting from—and attempting to characterize—the publication referenced in footnote 59. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 221.

222. Sparboe denies the allegations of paragraph 222.

223. Sparboe denies the allegations of paragraph 223.

224. Sparboe denies the allegations of paragraph 224.

225. Sparboe admits the allegations in the first sentence of paragraph 225 are found in the publication referenced in footnote 60. The publication speaks for itself. As for the second sentence, Plaintiffs are selectively quoting from—and attempting to

characterize—the publication referenced in footnote 60. The publication speaks for itself. Sparboe denies any remaining allegations of paragraph 225.

226. Sparboe denies the allegations in the first clause of paragraph 226 preceding the colon. As to the quotation following the colon, Plaintiffs appear to be quoting from—and attempting to characterize—an unidentified document. If so, the document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which they purport to quote. Sparboe denies any remaining allegations in paragraph 226.

227. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 227 and therefore denies them.

228. As to paragraph 228, Sparboe admits that an Albertsons entity was at one time a Sparboe customer and that Sparboe was told that UEP contacted Albertsons, but lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegation and therefore denies them.

229. As to paragraph 229, Plaintiff appear to be quoting—and attempting to characterize—the document referenced therein. The document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 229 and therefore denies them.

230. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 230 and therefore denies them. As to the remaining sentences of paragraph 230, Plaintiff appear to be quoting—and attempting to characterize—the document referenced therein. The document speaks for

itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 230 and therefore denies them.

231. As to paragraph 231, Plaintiff are quoting—and attempting to characterize—the document referenced therein. The document speaks for itself. As to the last sentence of paragraph 231, Sparboe admits only that it asked UEP not to contact its customers.

232. As to paragraph 232, Plaintiff are quoting—and attempting to characterize—the document referenced therein. The document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 232 and therefore denies them.

233. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 233 and therefore denies them.

234. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 234 and therefore denies them.

235. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 235 and therefore denies them.

236. Sparboe denies the allegations of paragraph 236.

237. As to paragraph 237, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 237.

238. As to paragraph 238, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 238.

239. As to paragraph 239, Plaintiffs are selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 239.

240. As to paragraph 240, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 240.

241. As to paragraph 241, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 241.

242. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 242 and therefore denies them.

243. As to paragraph 243, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 243.

244. As to paragraph 244, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 244.

245. As to paragraph 245, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 245.

246. As to paragraph 246, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 246.

247. As to paragraph 247, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 247.

248. As to paragraph 248, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 248.

249. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 249 and therefore denies them.

250. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 250 and therefore denies them.

251. As to paragraph 251, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 251 and therefore denies them.

252. Paragraph 252 is so vague as to how egg prices were “affected” that it is virtually impossible to respond. Therefore Sparboe must respond that it lacks knowledge

or information sufficient to form a belief as to the truth of the allegations of paragraph 252 and therefore denies them.

253. As to paragraph 253, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 253.

254. As to paragraph 254, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 254.

255. Sparboe denies the allegations of paragraph 255.

256. As to paragraph 256, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 256 and therefore denies them.

257. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 257 and therefore denies them.

258. As to paragraph 258, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the presentation referenced therein. This presentation speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 258 and therefore denies them.

259. As to paragraph 259, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the presentation referenced therein. This presentation speaks

for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 259 and therefore denies them.

260. As to paragraph 260, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the presentation referenced therein. This presentation speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 260 and therefore denies them.

261. As to paragraph 261, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 261 and therefore denies them.

262. As to paragraph 262, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. If so, this document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which they purport to quote. Sparboe denies any remaining allegations in paragraph 262.

263. As to paragraph 263, Plaintiffs appear to be selectively quoting from—and attempting to characterize—an unidentified document. If so, this document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which they purport to quote. Sparboe denies any remaining allegations in paragraph 263.

264. As to paragraph 264, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 264 and therefore denies them.

265. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 265 and therefore denies them.

266. As to paragraph 266, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 266 and therefore denies them.

267. As to paragraph 267, Plaintiffs appear to be selectively quoting from—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 267 and therefore denies them.

268. Sparboe denies the allegations of paragraph 268 as they may relate to Sparboe. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 268 as they relate to other Defendants and therefore denies them.

269. As to paragraph 269, Plaintiffs appear to be selectively summarizing—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 269 and therefore denies them.

270. As to paragraph 270, Plaintiffs appear to be selectively summarizing—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 270 and therefore denies them.

271. As to paragraph 271, Plaintiffs appear to be selectively summarizing—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 271 and therefore denies them.

272. As to paragraph 272, Plaintiffs appear to be selectively summarizing—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 272 and therefore denies them.

273. Sparboe denies the allegations of paragraph 273.

274. As to paragraph 274, Plaintiffs appear to be selectively summarizing—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 274 and therefore denies them.

275. As to paragraph 275, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 275 and therefore denies them.

276. As to paragraph 276, Plaintiffs appear to be selectively summarizing—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 276.

277. As to paragraph 277, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 277.

278. As to paragraph 278, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 278 and therefore denies them.

279. As to the first sentence of paragraph 279, Sparboe admits receiving a letter similar to the letter referenced in paragraph 279, but because the actual letter is not attached, Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them. As to the remaining sentences of paragraph 279, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 279.

280. As to paragraph 280, Plaintiffs appear to be attempting to characterize the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 280.

281. Sparboe denies the allegations of paragraph 281.

282. As to paragraph 282, Plaintiffs appear to be selectively summarizing—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 282 and therefore denies them.

283. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 283 and therefore denies them. Sparboe further notes that the meeting minutes referenced therein speak for themselves, and denies Plaintiffs' characterization of the minutes.

284. As to paragraph 284, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 284 and therefore denies them.

285. As to paragraph 285, Plaintiffs appear to be selectively summarizing—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 285 and therefore denies them.

286. Sparboe denies the allegations of 286 as they relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to the other Defendants and therefore denies them.

287. As to paragraph 287, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 287 and therefore denies them.

288. Sparboe denies the allegations of paragraph 288 as they relate to Sparboe. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 288 as they relate to other Defendants and therefore denies them.

289. As to paragraph 289, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 289 and therefore denies them.

290. As to paragraph 290, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 290 and therefore denies them.

291. As to paragraph 291, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 291 and therefore denies them.

292. Sparboe denies the allegations of paragraph 292 as they may relate to Sparboe. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 292 as they relate to other Defendants and therefore denies them.

293. As to paragraph 293, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 293 and therefore denies them.

294. As to paragraph 294, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for

itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 294 and therefore denies them.

295. As to paragraph 295, Plaintiffs appear to be selectively quoting—and attempting to characterize—the documents referenced therein. These documents speak for themselves. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of any of the other allegations of paragraph 295 and therefore denies them.

296. As to paragraph 296, Plaintiffs appear to be selectively quoting—and attempting to characterize—the minutes referenced therein. If so, this document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 296 and therefore denies them.

297. As to paragraph 297, Plaintiffs appear to be selectively quoting—and attempting to characterize—the minutes referenced therein. If so, this document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations in paragraph 297 and therefore denies them.

298. Sparboe denies the allegations of the first sentence of paragraph 298. As for the second sentence of paragraph 298, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 298 and therefore denies them.

299. As to paragraph 299, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for

itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 299 and therefore denies them.

300. As to paragraph 300, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 300 and therefore denies them.

301. As to paragraph 301, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 301 and therefore denies them.

302. As to paragraph 302, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 302 and therefore denies them.

303. As to paragraph 303, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 303 and therefore denies them.

304. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 304 and therefore denies them.

305. As to paragraph 305, Plaintiffs appear to be summarizing the document referenced therein. This document speaks for itself. Sparboe lacks information and

knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 305 and therefore denies them.

306. As to paragraph 306, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies the remaining allegations in paragraph 306 including without limitation Plaintiffs’ characterization of the document.

307. As to paragraph 307, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 307 and therefore denies them.

308. As to paragraph 308, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 308 and therefore denies them.

309. As to paragraph 309 and footnote 63, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 309 and footnote 63 and therefore denies them.

310. As to paragraph 310, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for

itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 310 and therefore denies them.

311. As to paragraph 311, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 311 and therefore denies them.

312. As to paragraph 312, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 312 and therefore denies them.

313. As to paragraph 313, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 313 and therefore denies them.

314. Sparboe denies the allegations of paragraph 314, but admits that it did not agree to implement the “100% Rule.”

315. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 315 and therefore denies them. As to the second and third sentences of paragraph 315, Sparboe admits that it adopted, at the behest of its customers, its own animal welfare guidelines that were customer-driven, but Sparboe denies any remaining allegations.

316. Sparboe denies the allegations of paragraph 316.

317. Sparboe denies the allegations of paragraph 317 as it may relate to Sparboe. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 317 as related to other Defendants and therefore denies them.

318. Sparboe denies the allegations of the first sentence of paragraph 318 as it may relate to Sparboe. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 318 as related to other Defendants and therefore denies them. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the second sentence of paragraph 318 and therefore denies them. As to the third and fourth sentences, Plaintiffs are attempting to characterize the publication referenced in paragraph 318. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of any remaining allegations of paragraph 318 and therefore denies them.

319. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 319 and therefore denies them.

320. Sparboe denies the allegations of paragraph 320 as it may relate to Sparboe. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 320 as related to other Defendants and therefore denies them.

321. Sparboe denies the allegations of paragraph 321 as it may relate to Sparboe. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 321 related to other Defendants and therefore denies them.

322. As to paragraph 322, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 322 and therefore denies them.

323. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 323 and therefore denies them.

324. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 324 and therefore denies them.

325. As to paragraph 325, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 325 and therefore denies them.

326. As to paragraph 326, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 326 and therefore denies them.

327. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 327 and therefore denies them.

328. As to the first sentence of paragraph 328, Sparboe denies Plaintiffs' allegations regarding the USEM export program and denies any participation in any anticompetitive agreements. As to the remainder of paragraph 328, Plaintiffs appear to be selectively quoting—and attempting to characterize—an unidentified document. This

document speaks for itself. Sparboe demands that Plaintiffs immediately produce the document from which they purport to quote. Sparboe denies the remaining allegations in paragraph 328, including without limitation Plaintiffs' characterization of the document.

329. Sparboe denies the first two sentences of paragraph 329. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of the third and fourth sentences of paragraph 329 and therefore denies them.

330. As to paragraph 330, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 330 and therefore denies them.

331. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 331 and therefore denies them.

332. As to paragraph 332, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 332 and therefore denies them.

333. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 333 and therefore denies them.

334. Sparboe denies the allegations of paragraph 334 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 334 as they relate to other Defendants and therefore denies them.

335. Sparboe denies the allegations of paragraph 335 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 335 as they relate to other Defendants and therefore denies them.

336. As to paragraph 336, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 336 and therefore denies them.

337. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 337 and therefore denies them.

338. As to paragraph 338, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 338 and therefore denies them.

339. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 339 and therefore denies them.

340. As to paragraph 340, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 340 and therefore denies them.

341. As to paragraph 341, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for

itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 341 and therefore denies them.

342. As to paragraph 342, Plaintiffs appear to be selectively paraphrasing—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 342 and therefore denies them.

343. As to paragraph 343, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 343 and therefore denies them.

344. As to paragraph 344, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 344 and therefore denies them.

345. As to paragraph 345, Sparboe denies that the quotation appears in the document referenced therein. If Plaintiffs intended to cite to another document, then that document speaks for itself. Sparboe denies any remaining allegations.

346. As to paragraph 346, Plaintiffs appear to be attempting to characterize the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 346 and therefore denies them.

347. As to paragraph 347, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 347 and therefore denies them.

348. Sparboe denies the allegations in the first sentence of paragraph 348. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 348 and therefore denies them.

349. Sparboe denies the allegations of paragraph 349 as they may relate to Sparboe. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 349 as related to other Defendants and therefore denies them.

350. As to paragraph 350, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 350 and therefore denies them.

351. As to paragraph 351, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 351 and therefore denies them.

352. As to paragraph 352, Plaintiffs appear to be selectively paraphrasing—and attempting to characterize—the documents referenced therein. These documents speak

for themselves. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 352 and therefore denies them.

353. As to paragraph 353, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 353 and therefore denies them.

354. As to paragraph 354, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations in paragraph 354 and therefore denies them.

355. Sparboe denies the first sentence of paragraph 355. As to the remainder of paragraph 355, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 355 and therefore denies them.

356. As to paragraph 356, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 356 and therefore denies them.

357. As to paragraph 357, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for

itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 357 and therefore denies them.

358. As to paragraph 358, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 66. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 358 and therefore denies them.

359. As to paragraph 359, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 67. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 359 and therefore denies them.

360. As to paragraph 360, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 360 and therefore denies them.

361. Sparboe denies the allegations of paragraph 361.

362. As to paragraph 362, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 362 and therefore denies them.

363. As to paragraph 363, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for

itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 363 and therefore denies them.

364. As to paragraph 364, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 364 and therefore denies them.

365. As to paragraph 365, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 365 and therefore denies them.

366. As to paragraph 366, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 366 and therefore denies them.

367. As to paragraph 367, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 367 and therefore denies them.

368. As to paragraph 368, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 368 and therefore denies them.

369. As to paragraph 369, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 369 and therefore denies them.

370. As to paragraph 370, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 72. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 370 and therefore denies them.

371. As to paragraph 371, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 73. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 371 and therefore denies them.

372. As to paragraph 372, Plaintiffs appear to be selectively quoting—and attempting to characterize—the publications referenced in footnote 74 and 75. These publications speak for themselves. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 374 and therefore denies them.

373. As to paragraph 373, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 76. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 373 and therefore denies them.

374. As to paragraph 374, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 77. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 374 and therefore denies them.

375. As to paragraph 375, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 78. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 375 and therefore denies them.

376. As to paragraph 376, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 79. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 376 and therefore denies them.

377. As to paragraph 377, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 80. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 377 and therefore denies them.

378. As to paragraph 378, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 378 and therefore denies them.

379. As to paragraph 379, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for

itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 379 and therefore denies them.

380. As to paragraph 380, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 81. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 380 and therefore denies them.

381. As to paragraph 381, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 82. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 381 and therefore denies them.

382. As to paragraph 382, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 83. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 382 and therefore denies them.

383. As to paragraph 383, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 84. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 383 and therefore denies them.

384. As to paragraph 384, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 85. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 384 and therefore denies them.

385. As to paragraph 385, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 86. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 385 and therefore denies them.

386. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first two sentences of paragraph 386. As to remaining allegations of paragraph 386, Plaintiffs appear to be selectively quoting—and attempting to characterize—the minutes of the meeting referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 386 and therefore denies them.

387. As to paragraph 387, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 387 and therefore denies them.

388. As to paragraph 388, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 87. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 388 and therefore denies them.

389. As to paragraph 389, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 88. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 389 and therefore denies them.

390. As to paragraph 390, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 390 and therefore denies them.

391. As to paragraph 391, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 391 and therefore denies them.

392. As to paragraph 392, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 392 and therefore denies them.

393. Sparboe denies the allegations of paragraph 393.

394. As to the first sentence of paragraph 394, Sparboe admits that shell eggs are a component in processed egg products. As to the second sentence, Sparboe admits that some shell eggs are broken and separated to be processed. Sparboe denies any remaining allegations.

395. Sparboe denies the allegations of paragraph 395.

396. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first two sentences of paragraph 396 and therefore denies them. Sparboe denies the allegations of the third sentence of paragraph 396.

397. As to the first sentence of paragraph 397, Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them. As to the second sentence, Sparboe denies that any class may be certified in this action and denies that Plaintiffs are entitled to any relief. Sparboe denies the allegations of the third and fourth sentences of paragraph 397.

398. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 398 and therefore denies them.

399. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 399 and therefore denies them. Sparboe denies any allegations of paragraph 399 that may relate specifically to Sparboe.

400. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations or paragraph 400 and therefore denies them.

401. As to paragraph 401, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 401 and therefore denies them.

402. As to paragraph 402, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 402 and therefore denies them.

403. As to paragraph 403, Plaintiffs appear to be attempting to characterize the document referenced therein. This document speaks for itself. Sparboe lacks

information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 403 and therefore denies them.

404. As to paragraph 404, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 404 and therefore denies them.

405. Sparboe denies the allegations of paragraph 405.

406. As to the first sentence of paragraph 406, Plaintiffs are selectively quoting—and attempting to characterize—the website referenced in footnote 89. This document speaks for itself. As to the second sentence of paragraph 406, Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them. Sparboe denies any remaining allegations in paragraph 406, including without limitation Plaintiffs' characterization of the website.

407. As to paragraph 407, Plaintiffs are selectively quoting—and attempting to characterize—the transcript referenced in footnote 90. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 407 and therefore denies them.

408. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 408 and therefore denies them. As for footnote 91, Plaintiffs are selectively quoting from the documents referenced therein. These documents speak for themselves. Sparboe lacks knowledge or information sufficient to

form a belief as to the truth of the remaining allegations in footnote 91 and therefore denies them.

409. As to the first sentence of paragraph 409, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 92. This document speaks for itself. Sparboe denies any remaining allegation in that sentence, including without limitation Plaintiffs’ characterization of the document. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the second sentence of paragraph 409 and therefore denies them.

410. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 410 and therefore denies them. As to the second sentence, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 93. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of the second sentence of paragraph 410 and therefore denies them.

411. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 411 and therefore denies them. As to the second sentence, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 94. This document speaks for itself. As to the third sentence, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 95. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of any remaining allegations of paragraph 411 and therefore denies them.

412. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 412 and therefore denies them.

413. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 413 and therefore denies them.

414. Sparboe denies the allegations of paragraph 414.

415. As to the first sentence in paragraph 415, Sparboe denies and states that Plaintiffs appear to be attempting to characterize the document referenced in footnote 96. This document speaks for itself. Sparboe denies the allegations of the second and third sentences of paragraph 415. As to the parenthetical in footnote 96, Plaintiffs appear to be attempting to characterize the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 415 and footnote 96, including without limitation Plaintiffs' characterization of the document.

416. Sparboe denies the allegations of paragraph 416.

417. Sparboe denies the allegations of paragraph 417.

418. As to the first sentence of paragraph 418, Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations and therefore denies them. As to the second sentence, Plaintiffs are selectively quoting—and attempting to characterize—the website referenced therein. This website speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of any remaining allegations of paragraph 418 and therefore denies them.

419. As to the first sentence of paragraph 419, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This

document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to any allegations in the second sentence of paragraph 419 and therefore denies them.

420. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 420 and therefore denies them.

421. As to the first sentence of paragraph 421 and footnote 97, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 421 and therefore denies them.

422. As to paragraph 422, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 422 and therefore denies them.

423. As to paragraph 423, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the remaining allegations of paragraph 423 and therefore denies them.

424. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 424 and therefore denies them.

425. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 425 and therefore denies them.

426. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 426 and therefore denies them.

427. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 427 and therefore denies them.

428. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 428 and therefore denies them.

429. Sparboe lacks information and knowledge sufficient to form a belief as to the truth of the allegations of paragraph 429 and therefore denies them.

430. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 430 and therefore denies them.

431. Sparboe admits the allegations of the first sentence of paragraph 432. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations of paragraph 431 and therefore denies them.

432. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 432 and therefore denies them.

433. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 433 and therefore denies them.

434. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 434 and therefore denies them.

435. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 435 and therefore denies them.

436. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 436 and therefore denies them.

437. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 437 and therefore denies them.

438. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 438 and therefore denies them.

439. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 439 and therefore denies them.

440. As to paragraph 440, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 440 and therefore denies them.

441. As to paragraph 441, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 441 and therefore denies them.

442. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 442 and therefore denies them.

443. Sparboe denies the first two sentences of paragraph 443. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the last sentence of paragraph 443 and therefore denies them.

444. The first sentence of paragraph 444 is a legal conclusion to which no response is required. As to the second sentence, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe denies any remaining allegations, including without limitation Plaintiffs’ characterization of the document.

445. Paragraph 445 is Plaintiffs’ legal conclusion and does not require a response. To the extent a response is required, Sparboe denies the same.

446. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 446 and therefore denies them.

447. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 447 and therefore denies them.

448. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 448 and therefore denies them.

449. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 449 and therefore denies them.

450. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 450 and therefore denies them.

451. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 451 and therefore denies them.

452. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 452 and therefore denies them. As to the second sentence, Plaintiffs appear to be quoting—and attempting to

characterize—the document referenced in footnote 100. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 452 and therefore denies them.

453. As to paragraph 453, Plaintiffs appear to be quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 453 and therefore denies them.

454. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 454 and therefore denies them.

455. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of first sentence of paragraph 455 and therefore denies them. As to the remaining sentences of paragraph 455, Plaintiffs appear to be quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 455 and therefore denies them.

456. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of first sentence of paragraph 456 and therefore denies them. As to the remaining sentences of paragraph 456, Plaintiffs appear to be quoting—and attempting to characterize—the document referenced in footnote 101. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 456 and therefore denies them.

457. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 457 and therefore denies them.

458. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 458 and therefore denies them. Sparboe denies the allegations of the second sentence of paragraph 458. As to the third sentence of paragraph 458, Sparboe admits only that Mr. Mueller inquired about certain aspects of the UEP consistent with Sparboe's unilateral, pro-competitive business interests, but otherwise lacks knowledge or information sufficient to form a belief as to the truth of the allegations therein and therefore denies them.

459. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 459 and therefore denies them.

460. As to paragraph 460, Plaintiffs appear to be quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 460 and therefore denies them.

461. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 461 and therefore denies them. Sparboe also states that the document referenced therein speaks for itself.

462. As to paragraph 462, Plaintiffs appear to be quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of any remaining allegations of paragraph 462 and therefore denies them.

463. The first sentence of paragraph 463 is a legal conclusion to which no response is required. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the remaining allegations of paragraph 463 and therefore denies them. Sparboe also states that the document referenced therein speaks for itself.

464. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 464 and therefore denies them.

465. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 465 and therefore denies them.

466. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 466 and therefore denies them. Sparboe also states that the document referenced therein speaks for itself.

467. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 467 and therefore denies them.

468. Paragraph 468 is a legal conclusion to which no response is required. To the extent a response may be required, Sparboe denies the allegations of paragraph 468.

469. Paragraph 469 is a legal conclusion to which no response is required. To the extent a response may be required, Sparboe denies the allegations of paragraph 469.

470. Sparboe denies the allegations of paragraph 470.

471. Sparboe denies the allegations of paragraph 471. Sparboe also states that the document referenced therein speaks for itself.

472. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 472 and therefore denies them.

473. Sparboe denies the allegations of paragraph 473. Sparboe also states that the document referenced therein speaks for itself.

474. Sparboe denies the allegations of paragraph 474. Sparboe also states that the document referenced therein speaks for itself.

475. Sparboe denies the allegations of paragraph 475. Sparboe also states that the document referenced therein speaks for itself.

476. Sparboe denies the allegations of paragraph 476.

477. Sparboe denies the allegations of paragraph 477.

478. Sparboe denies the allegations of paragraph 478.

479. Sparboe denies the allegations of paragraph 479.

480. As to the first sentence of paragraph 480, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnote 103. This document speaks for itself. As to subparts a-e of paragraph 480, Plaintiffs appear to be selectively quoting—and attempting to characterize—the document referenced in footnotes 104 to 108. These documents speak for themselves. Sparboe denies any remaining allegations in paragraph 480.

481. As to the first sentence of paragraph 481, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the other allegations of paragraph 481 and therefore denies them.

482. Sparboe denies the allegations of the first sentence of paragraph 482. As to remainder of paragraph 482, Plaintiffs appear to be selectively quoting from—and

attempting to characterize—an unidentified document. This document speaks for itself. Sparboe denies any remaining allegations in paragraph 482.

483. Sparboe denies the allegations of paragraph 483.

484. Sparboe denies the allegations of paragraph 484 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to other Defendants and therefore denies them. Sparboe further states that any documents referenced speak for themselves.

485. Sparboe denies the allegations of paragraph 485 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to other Defendants and therefore denies them.

486. Sparboe denies the allegations of paragraph 486 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to other Defendants or Plaintiffs and therefore denies them.

487. Sparboe denies the allegations of paragraph 487 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to other Defendants and therefore denies them. Sparboe further states that the documents referenced in paragraph 487 speaks for itself and denies any allegations inconsistent with those documents.

488. As to paragraph 488, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself.

Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the other allegations of paragraph 488 and therefore denies them.

489. As to paragraph 489, Plaintiffs are selectively quoting—and attempting to characterize—the document referenced therein. This document speaks for itself. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the other allegations of paragraph 489 and therefore denies them.

490. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 490 and therefore denies them.

491. Sparboe denies the allegations of paragraph 491.

492. Sparboe denies the allegations of paragraph 492 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to other Defendants and therefore denies them.

493. Sparboe denies the allegations of paragraph 493 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to other Defendants and therefore denies them.

494. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 494 and therefore denies. Sparboe denies any allegations that it was part of a conspiracy.

495. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of the first sentence of paragraph 495 and therefore denies them. As to the remaining allegations of paragraph 495, Plaintiffs appear to be selectively quoting and attempting to characterize various documents. These documents speak for

themselves. Sparboe lacks information or knowledge sufficient to form a belief as to the truth of any remaining allegations in paragraph 495 and therefore denies them.

496. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 496 and therefore denies them.

497. Sparboe denies the allegations of paragraph 497 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to other Defendants or Plaintiffs and therefore denies them.

498. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 498 and therefore denies them.

499. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 499 and therefore denies them.

500. Sparboe denies the allegations of paragraph 500 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to other Defendants or Plaintiffs and therefore denies them.

501. Sparboe denies the allegations of the first sentence of paragraph 501. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the second, third and fourth sentences of paragraph 501 and therefore denies them. Sparboe denies the allegations of the fifth sentence of paragraph 501.

502. Sparboe denies the allegations of paragraph 502.

503. Sparboe denies the allegations of paragraph 503 as they may relate to Sparboe. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations relating to other Defendants and therefore denies them.

504. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 504 and therefore denies them.

505. Sparboe lacks knowledge or information sufficient to form a belief as to the truth of the allegations of paragraph 505 and therefore denies them.

506. Sparboe denies the allegations of paragraph 506.

507. Sparboe denies the allegations of paragraph 507.

508. Sparboe denies the allegations of paragraph 508.

509. As to paragraph 509, Sparboe incorporates by reference its responses to the preceding paragraphs of the Complaint.

510. Sparboe denies the allegations of paragraph 510.

511. Sparboe denies the allegations of paragraph 511.

512. Sparboe denies the allegations of paragraph 512.

513. Sparboe denies the allegations of paragraph 513.

514. As to the Prayer for Relief, Sparboe denies any and all allegations contained therein, and denies that Plaintiffs are entitled to relief, and requires that Plaintiffs take nothing in this suit and that thus matter be dismissed with prejudice, with costs and fees to Sparboe.

SPARBOE'S AFFIRMATIVE DEFENSES

1. Plaintiffs fail, in whole or in part, to state a claim upon which relief could be granted.

2. Plaintiffs' claims are barred, in whole or in part, by the Capper-Volstead Act, 7 U.S.C. §§ 291, 292.

3. Plaintiffs' claims are barred, in whole or in part, by the Agricultural Cooperative Marketing Act, 7 U.S.C. § 455.

4. Plaintiffs' claims are barred, in whole or in part, by Section 6 of the Clayton Act, 15 U.S.C. § 17.

5. Plaintiffs' claims are barred, in whole or in part, by the Agricultural Marketing Act of 1929, 12 U.S.C. § 1141(a).

6. Plaintiffs' claims are barred, in whole or in part, by 7 U.S.C. § 292's grant of exclusive primary jurisdiction to the United States Secretary of Agriculture.

7. If, for some technical reason, Defendants UEP and/or USEM were not exempt from Plaintiffs' claims under the foregoing immunities or any or all of the alleged acts and omissions of Defendants were not within the scope of the foregoing immunities, any such technical defects should be ignored as *de minimis*.

8. If, for some technical reason, Defendants UEP and/or USEM were not exempt from Plaintiffs' claims under the foregoing immunities or any or all of the alleged acts and omissions of Defendants were not within the scope of the foregoing immunities, Sparboe mistakenly believed that those entities were exempt and acted within the scope of the foregoing immunities, and neither Plaintiffs' claims nor any antitrust injury were

reasonably foreseeable by Sparboe. At all relevant times, Sparboe acted in good faith and with intent to comply with the law.

9. If, for some technical reason, Defendants UEP and/or USEM were not exempt from Plaintiffs' claims under the foregoing immunities or any or all of the alleged acts and omissions of Defendants were not within the scope of the foregoing immunities, any resulting damages should be equitably mitigated.

10. Sparboe cannot be found liable for a violation of the antitrust laws due to the conduct of others that it neither knew about nor controlled. Sparboe indisputably qualifies as a "farmer" or a "producer" under the foregoing immunities, and no Sparboe acts or omissions were outside the scope of those immunities. Sparboe believed and understood that Defendants UEP and USEM had procedures in place to ensure that all their members similarly qualified and that none on their acts or omissions were outside the scope of these immunities. Sparboe thus cannot be found liable for a violation of the antitrust laws.

11. If, for any reason, any of the alleged acts and omissions of Defendants were unlawful under the antitrust laws and were outside the scope of any immunity, any resulting damages are limited to compensation for injuries that Plaintiffs can show to have resulted from that which made Defendants' conduct unlawful and to be separate from the effects of lawful concerted activity.

12. To the extent that Plaintiffs seek to collect treble damages, attorneys' fees and expenses, and other monetary relief from Sparboe, they seek a recovery that is so

grossly excessive and inequitable that it would violate the Due Process Clause of the Fifth and Fourteenth Amendments of the United States Constitution.

13. Sparboe has engaged in no behavior that it knew to be, or could reasonably foresee would ever be found to be, improper or forbidden under the antitrust laws, and thus neither actual nor treble damages may be awarded against it.

14. Plaintiffs cannot demonstrate that Defendants' conduct was outside the scope of the foregoing immunities or that Defendants' prices were unduly enhanced as a result of any or all of the alleged acts and omissions. The United States Department of Agriculture ("USDA") was fully aware of the conduct relevant to Plaintiffs' claims, and it regularly monitors and reports upon egg prices. However, the USDA never sought to object to, or to halt, any conduct by Defendants despite the fact that Section 2 of the Capper-Volstead Act, 7 U.S.C. § 292, provides that the Secretary of Agriculture "shall issue" an order directing agricultural associations "to cease and desist" conduct that causes the prices of agricultural products to be "unduly enhanced."

15. Plaintiffs' claims are barred, in whole or in part, by the *Noerr-Pennington* doctrine, the state action doctrine, and/or the doctrine of implied immunity; Plaintiffs' claims are further barred because the alleged conduct that is the subject of the Complaint was caused by, due, based upon, or in response from directives, laws, regulations, authorizations, policies and/or acts of governments and/or their agencies.

16. Plaintiffs' claims are barred, in whole or in part, by the applicable statute of limitations and/or laches. Plaintiffs' claims are not subject to any type of tolling of the applicable statutes of limitations.

17. Plaintiffs' claims are barred, in whole or in part, by waiver, ratification, and/or estoppel.

18. To the extent Plaintiffs claim that Defendants fraudulently concealed any actions, Plaintiffs have failed to allege this fraud with the particularity required by Federal Rule of Civil Procedure 9(b).

19. Plaintiffs' claims are barred, in whole or in part, because Sparboe has acted in good faith.

20. Plaintiffs' claims are barred, in whole or in part, because legitimate standard setting through cooperatives cannot give rise to antitrust liability.

21. Plaintiffs' claims are barred, in whole or in part, because any conduct engaged in by Sparboe was reasonable and based on independent and legitimate business and economic justifications.

22. Plaintiffs' claims are barred, in whole or in part, because the claims are governed by the rule of reason, and Plaintiffs have not alleged and cannot prove the elements of a rule of reason claim.

23. Plaintiffs' claims are barred, in whole or in part, because the pro-competitive benefits of the conduct alleged by Plaintiffs outweighs any alleged anti-competitive effects.

24. Plaintiffs' claims are barred, in whole or in part, because they lack standing to bring some or all of their claims.

25. Plaintiffs' claims are barred, in whole or in part, because they did not suffer antitrust injury.

26. Plaintiffs' claims are barred, in whole or in part, because Plaintiffs have failed to allege relevant product and geographic markets.

27. Plaintiffs' claims are barred, in whole or in part, because Plaintiffs' claimed injuries and damages were not legally or proximately caused by any act or omission of Sparboe, or were caused, if at all, by the conduct of third parties, including, without limitation, the previous, intervening, or superseding conduct of such third parties.

28. To the extent Plaintiffs have sustained damages, if any, they have failed to mitigate those damages and are therefore barred from recovering damages in whole or in part.

29. Plaintiffs' damages claims are barred, in whole or in part, because they have suffered no damages or because the damages they seek are speculative and uncertain.

30. Plaintiffs' claims are barred, in whole or in part, because of a failure to join necessary and/or indispensable parties.

31. Plaintiffs' claims are barred, in whole or in part, because of the *Copperweld* doctrine.

32. Plaintiffs' claims are barred, in whole or in part, by the doctrines of *in pari delicto*, involvement, participation, equal involvement, complete involvement, and unclean hands.

33. Plaintiffs' claims are barred, in whole or in part, because Plaintiffs and/or putative class members were co-initiators, co-conspirators, or involved in creating,

maintaining, supporting, relying on, implementing, or otherwise utilizing the conduct and programs challenged in this action.

34. Plaintiffs' claims are barred, in whole or in part, because Plaintiffs have settled all or some of the claims set forth in the Complaint.

35. Sparboe adopts by reference any applicable defense pleaded by any other Defendant that is not otherwise expressly set forth in this Answer.

36. In stating these affirmative defenses, Sparboe does not concede that it has the burden of proof on any of the aforementioned defenses and denials.

PRAYER FOR RELIEF

WHEREFORE, Sparboe denies that Plaintiffs are entitled to any relief whatsoever and respectfully requests: (a) that Plaintiffs take nothing by their action; (b) that this Court dismiss Plaintiffs' claims with prejudice; (c) that this Court assess costs and fees against Plaintiffs; and (d) that this Court award Sparboe such other and further relief to which it may be justly entitled.

Dated: November 1, 2012

BRIGGS AND MORGAN, P.A.

By: /s/ Troy J. Hutchinson

Troy J. Hutchinson (#0320420)
2200 IDS Center
80 South Eighth Street
Minneapolis, Minnesota 55402-2157
(612) 977-8400

**Attorneys for Defendant Sparboe Farms,
Inc.**

CERTIFICATE OF SERVICE

I hereby certify that on the 1st day of November, 2012, a true and correct copy of the foregoing Answer and Defenses to Winn-Dixie Stores, Inc., Roundy's Supermarkets, Inc., C&S Wholesale Grocers, Inc., and H.J. Heinz Company L.P.'s Second Amended Complaint was filed using the CM/ECF system. In addition, (1) the filing is available for viewing and downloading via the CM/ECF system, and (2) the CM/ECF system will send notification of this filing to all attorneys of record who have registered for CM/ECF updates.

/s/ Troy J. Hutchinson

Troy J. Hutchinson